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October 4, 2005

FDIC San Francisco Regional Office Director John F. Carter 25 Jessie Street at Ecker Square **Suite 2300** San Francisco, CA 94105

Dear Mr. Carter:

I wanted to send a very brief letter to express my concern and opposition to Wal-Mart's application to charter an ILC. Surely you have been given many details and statistics from the banking community in support of our position.

My response is more of a practical nature. I live and work in a small town in southwest Alabama with a population of approximately 5,000. Our primary banking office and the branch offices of two competing community banks are located here along with the branch of a much larger regional bank. There is also a Wal-Mart supercenter which has been in Thomasville for over 15 years.

I have seen the effect of Wal-Mart stores on locally-owned independent businesses. Grocery stores, hardware stores, sporting goods stores, and others have had to close their doors because they just could not compete. Whole communities suffer when this happens.

Community banks are the life blood of the communities we serve, all across this nation, providing much more than just financial services. To allow Wal-Mart even the slightest opportunity to compete against community banks could be a devastating blow to our industry, and to our country.

Sincerely,

R. Terry Phillips

President & CEO

RTP/bjd